MARVEL

29

LGY#923

ZEB WELLS · ED McGUINNESS · MARK FARMER · MARCIO MENYZ

the AMAZING SPIDER-MAN

STAY STILL--

RELAX, WILL YA?!

IF YOU'RE GONNA BE A BABY--

--DON'T LOOK DOWN.

HE'S LOOKING DOWN, ISN'T HE?

QUIT SQUIRMING!

YOU DO THIS TO PEOPLE ALL THE TIME!

KIRBY

AAAA

PETER PARKER **HAS THE PROPORTIONAL SPEED, STRENGTH, AND AGILITY OF A *SPIDER*, ADHESIVE FINGERTIPS AND TOES, AND THE UNIQUE PRECOGNITIVE AWARENESS OF DANGER CALLED *"SPIDER-SENSE"*! AFTER THE TRAGIC DEATH OF HIS UNCLE BEN, PETER PARKER UNDERSTOOD THAT WITH GREAT POWER THERE MUST ALSO COME GREAT RESPONSIBILITY. HE BECAME THE CRIMEFIGHTING SUPER HERO CALLED...**

the AMAZING SPIDER-MAN

DOCTOR OCTOPUS is sporting a new set of arms. Made up of individual OCKTOID robots, this upgrade is in every way superior to his old arms. Confident in his work, Doc Ock took them on the ultimate test-drive, an assault on OSCORP. There he handily took out both the GOLD GOBLIN and SPIDER-MAN. With the world at his tentacle-tips, what nefarious deeds could Doc Ock have in store?

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YOU'LL BE SAFE HERE!

OOF!

WHATEVER OTTO DID TO OSCORP'S COMPUTERS-- THEY WERE GOING *CRAZY.*

NORMAN...

OTTO HAS NORMAN.

DID YOU SEE WHERE HE TOOK HIM?

DOES ANYONE KNOW WHERE NORMAN OSBORN IS?!

I'VE FIGURED OUT EVERY SINGLE LITTLE THING ABOUT YOU, OCTAVIUS.

I'M GOING TO TAKE *EVERYTHING* AWAY FROM YOU.

HNNNNN...

CHEZ OCTAVIUS, THE HOUSE WHERE YOU GREW UP.

BOOM.

THE LAB WHERE YOU HAD YOUR OCTOPUS-RELATED ACCIDENT.

BOOM.

ALL OF DOC OCK'S GREATEST INVENTIONS UNDER LOCK AND KEY.

BOOM.

THE *BOTTLING PLANT* WHERE YOU SAVED ALL THOSE PEOPLE FROM BEING BLOWN UP.

BOOM.

AND THOSE METAL ARMS... BASED ON YOUR OLD DESIGNS?

SO PATHETICALLY **EASY** TO HIJACK. FOR A **REAL** GENIUS.

AGH!

AARGHHHH!

THAT'S ENOUGH.

HNNNGH!

WHA... WHAT ARE YOU *DOING* TO ME?!

gWarble

COMPELLING IMAGES, AREN'T THEY, NORMAN?

gWarble

TH-THOSE ARE *YOUR* MEMORIES--

OF *YOUR* ACTIONS. YES. A REMINDER OF WHAT YOU TOOK FROM ME...OF THE DEBT I'VE COME TO COLLECT.

WHAT *IS* THAT THING?

I'VE BEEN ON A JOURNEY OF *SELF-DISCOVERY...*

...USING THIS TRIFLE THE *BEYOND CORPORATION* SALVAGED FROM *PARKER INDUSTRIES.*

THERE ARE PARTS OF MY MEMORY THAT HAVE BEEN TAKEN FROM ME--I SUSPECT SOMETHING INFURIATINGLY SUPERNATURAL--AND I'D HOPED THIS CONTAINED THEM.

IT DID NOT... BUT IT DID HOLD THE RECORD OF YOU--IMPOSSIBLY-- *OUTSMARTING ME.*

IF YOU WANTED ME TO FEEL *SHAME*, YOUR WISH WAS *FULFILLED!*

BUT NOW *I* HAVE OUTSMARTED *YOU.* I HACKED *YOUR* COSTUME. I BLEW UP *YOUR* LIFE.

IT IS *YOU* WHO ARE SHAMED.

SAY IT!

SAY IT IS YOU WHO ARE SHAMED!

gwarble gwarble gwarble gwarble

ER...

IT IS I WHO AM SHAMED.

I APPRECIATE YOUR HONESTY.

NOW WE CAN *REALLY* GET TO WORK.

OTTO HAS TO HAVE TAKEN NORMAN TO SOME KIND OF *HIDEOUT.*

AND *THOSE ARMS* MUST HAVE SOME IDEA *WHERE IT IS.*

TAKE IT EASY ON 'EM. LOOKS LIKE THEY TUCKERED THEMSELVES OUT GETTING US HERE.

I THINK THEY'RE TAKING A NAP.

JONAH, I KNOW YOU'VE GROWN ATTACHED TO THOSE ARMS, BUT THEY'RE HOW OTTO GOT ACCESS TO *OSCORP* TO BEGIN WITH!

HEY! I KNOW THESE THINGS, AND THERE'S *NO WAY* THEY KNEW ANYTHING ABOUT THAT!

CLANK

CLACK

HUH?

CLANK CLACK

CLANK CLACK

ZZZZT ZZZZT!

AAAAAH!

WHAT DO YOU THINK YOU'RE DOING?!

CLANK

CLACK

CLANK

CLACK

GET THESE THINGS OFF ME!

MY LAMP!

YOUR PET GREW TEETH AND TRIED TO EAT ME! I DON'T CARE ABOUT YOUR LAMP!

THOSE AREN'T TEETH! THOSE ARE--

OKAY, I HAVE NO IDEA WHAT THOSE ARE.

WAIT A MINUTE. I THINK...I THINK THAT MIGHT BE A SPINAL INTERFACE.

IT MUST BE HOW HE CONNECTS HIS NERVOUS SYSTEM TO THE ARMS.

IT WANTS TO CONNECT WITH YOU?

I THINK SO?

I GUESS THAT'S...KIND OF FLATTERING. RIGHT?

RIGHT?

ELSEWHERE.

EEEE

HEAR THIS, PUPPY IMPRISONERS OF YORK CITY NEW TOWN...

...NONE OF YOU ARE SAFE!

SO SAYS THE WEB-WHANGING WARRIOR REK-RAP!*

THWAP!

THAT'S RIGHT, TRUE BELIEVER, **REK-RAP IS BACK!** WILL HE HELP SPIDER-MAN?! Probably not. WILL HE SAVE THE CITY?! Certainly not. WILL HE NOT SHOW UP UNTIL A LATER STORY ARC, BUT WE DIDN'T WANT YOU TO FORGET HIM AND ED REALLY WANTED TO DRAW HIM?! YES! --NL

YOU CAN FOOL *THEM*, BUT YOU'LL NEVER FOOL *ME*.

I *KNOW* THIS IDEA THAT YOU'RE REFORMED IS A *RUSE*. I'VE STOLEN EVERY OSCORP FILE FROM YOUR MAINFRAME. I'M BREAKING THE ENCRYPTION NOW.

YOUR MASTER PLAN WILL SOON BE KNOWN TO ME. I WILL *EXPOSE* IT, AND THEN I WILL *DESTROY* IT.

OTTO...

THERE IS NO MASTER PLAN.

YOU HEAR THE WHIR OF MY MACHINES? IT WON'T BE LONG NOW.

ARE YOU SWEATING YET?

I'M QUITE COMFORTABLE.

THERE IS NO MASTER PLAN.

HA!

WE'LL SEE ABOUT THAT.

tcch tcch tcch

ELECTRIC-PLASMA JET ENGINE?!

...THE #$%& CARES ABOUT AN ELECTRIC-PLASMA JET ENGINE?!

WHAT ARE YOU HIDING?!

gwarble

KRAK

HNNG!

TELL ME YOUR PLAN SO I MAY BLOW IT UP IN FRONT OF YOU!

OTTO... I'M NOT LYING.

I AM SINCERELY TRYING TO MAKE UP FOR THE HARM I'VE CAUSED.

WE'LL SEE ABOUT THAT.

ARE WE *DOING* THIS?!

WE'RE TALKING ABOUT CONNECTING MY NERVOUS SYSTEM TO THE APPENDAGES OF MY GREATEST ENEMY...

GIVE ME A *SECOND.*

IF THESE THINGS KNOW WHERE NORMAN IS, *THIS* IS HOW THEY WANT TO TELL YOU.

NO USE BEING A *BABY* ABOUT IT.

...

OKAY.

I'M READY.

COME ON, PETER.

SOMETIMES YOU CAN'T MAKE AN OMELET WITHOUT JAMMING SOME SPIKES INTO YOUR SPINAL CORD.

DO YOU FEEL ANYTHING?

CLICH

I *THINK* SO?

IT KIND OF TICKLES. IT'S NOT SO BAD.

WAIT, NO. THERE IT IS...

THAT'S BAD!

THAT'S BAD!

GAAAIIEEEEEEEEEE! GAAAAHH!

SMACK

CUT THAT OUT!

YOU GET AN OTTO EPIDURAL AND THEN YOU CUT IT OUT!

GUH... GUH... OH, WOW. THAT'S WEIRD.

WHY DO I FEEL LIKE I'VE *MISSED* THIS?

ARE YOU OKAY?

I NEED TOOLS.

YOU'RE A FRAUD, NORMAN! FIGHT BACK!

SHOW ME THE GOBLIN INSIDE YOU!

ARGH!

CRAK

TH-THE GOBLIN IS *GONE*, OTTO. I'VE CHANGED.

WHY CAN'T YOU ACCEPT THAT?

BECAUSE I WASN'T ALLOWED TO!

WH-WHAT? WHY DID I SAY THAT?

MY GOD. DID I TRY TO--?

IS *THAT* WHAT I'VE FORGOTTEN?

NEVER MIND! I'M NOT HERE FOR INTROSPECTION! I'M HERE FOR *REVENGE.*

AND IF YOU HAVE TRULY FREED YOURSELF OF THE *GOBLIN...*

...THEN THAT IS WHAT I'LL TAKE FROM YOU!

BRING IT TO ME.

BRING WHAT?

WHAT ARE YOU DOING, OTTO?

I HOPE YOU HAVE CONVINCED YOURSELF YOU'RE *GOOD*, NORMAN.

I HOPE THAT WARM FANTASY COMFORTS YOU AT NIGHT.

BECAUSE YOU'RE ABOUT TO LOSE IT...

...TO THIS!

CAN'T BELIEVE NORMAN GAVE YOU A KEY TO HIS APARTMENT.

HE GAVE IT TO ME IN CASE I EVER NEEDED TO CHECK ON HIM...

TO MAKE SURE HE WASN'T UP TO NO GOOD.

AND HERE I AM, PLAYING WITH OTTO'S TOYS.

BUT HOW AM I WORKING SO FAST?

WHY IS THIS SO EASY?

SICKO...

IT'S LIKE THE ARMS AREN'T TELLING ME HOW TO FIX THEM...

...THEY'RE REMINDING ME.

JONAH?

HOLY CROW...

AN OCTOPUS ISN'T THE ONLY THING WITH EIGHT LEGS.

DON'T *DO* THIS, OTTO! YOU'VE *OUTSMARTED ME!*

YOU'VE *WON!*

THAT WAS NEVER IN QUESTION. IT WAS *INEVITABLE.*

I CAN *FEEL* IT. YOU TOOK SOMETHING FROM ME I CAN NEVER GET BACK. AND NOW IT'S MY TURN...

...TO DO THE SAME.

WHAT *IS* THAT?!

OTTO! DON'T DO THIS!

AND WASTE IT?

ARE YOU KIDDING ME? DO YOU KNOW HOW HARD THIS WAS TO MAKE?

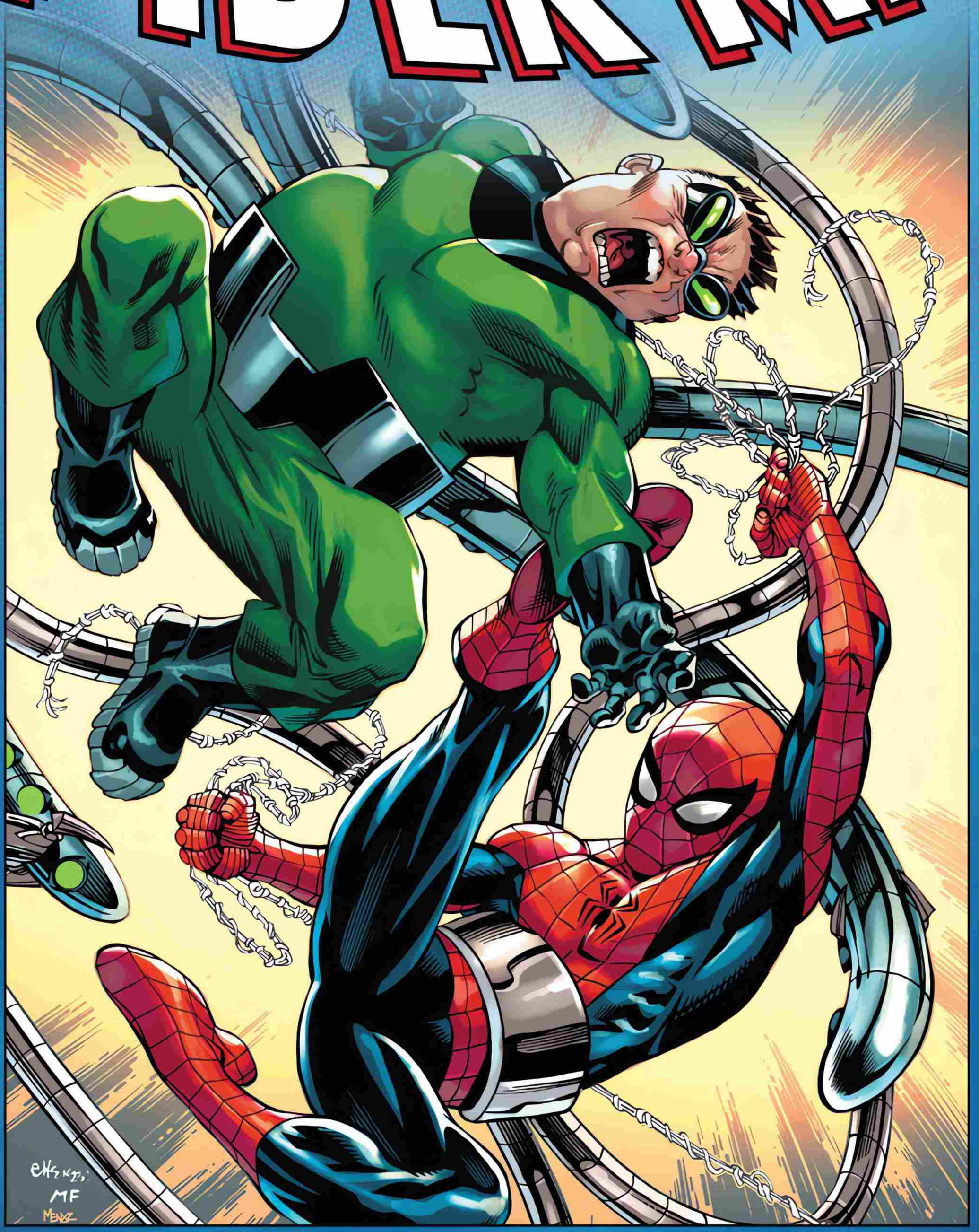
PLEASE!

NO!

YES.

TO BE CONTINUED!

the AMAZING SPIDER-MAN



NEXT:

ISSUE #30

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